APPROVED

KIPP Memphis Public Schools

Minutes

KIPP Governance Committee Meeting

Date and Time
Tuesday May 5, 2026 at 5:00 PM

Location
Non-board members and non-staff are welcomed to attend this public meeting and are asked to pre-register to receive the meeting location details of this electronic committee meeting: KMPS Board Meeting Registration

Guests are welcomed to attend these public meeting and are asked to pre-register to receive the meeting location details: KMPS Board Meeting Registration

Committee Members Present
J. Worles (remote), L. Johnson III (remote), R. Crutcher (remote)

Committee Members Absent
D. Hopson, D. Lyles-Wallace

Guests Present
G. Williams (remote), J. Ward-Gill (remote)

I. Opening Items

A. Call the Meeting to Order

R. Crutcher called a meeting of the Governance Committee of KIPP Memphis Public Schools to order on Tuesday May 5, 2026 at 5:07 PM.

B. Roll Call

C. Agenda Review

The agenda was reviewed and approved with no changes.

D. Approve Minutes

J. Worles made a motion to approve the minutes from KIPP Governance Committee Meeting on 04-14-26.
L. Johnson III seconded the motion.
The committee **VOTED** to approve the motion.

II. Governance Update & Discussion

A. Governance Committee Updates

Chief Williams presented an update as follows:

The draft board calendar will be presented on June 11, 2026. There will be no April board meeting; only the Finance Committee will meet, with the full board invited to attend for the initial budget discussion.

B. Board Recruitment

The committee reviewed board candidate prospects, and the Board Chair can submit names for discussion or voting before the June 11, 2026 meeting. While Governance Committee approval is not required by bylaws, it is encouraged.

Action Item for Chief Williams:

- Recruit a parent to serve on the Board as part of the board recruitment process.
- Update the Board Interest Form as follows and share with the board:
  - Organization or Company
  - Are you a Parent or an Alumni of KIPP Memphis
  - Referred By

C. Board Officer Nominations (2 Year term)

The committee discussed nominations for 2026–28 Board Officer roles, with all nominations—whether from the committee, Board Chair, or members—scheduled for discussion or voting before the June 11, 2026 meeting. Governance Committee approval is encouraged but not required.

Board Chair Nominations: Dr. Lin Johnson III
Board Vice Chair Nominations: Desiree Lyles Wallace
Board Secretary:

D. Board Training

Board members must complete required training through the TN Charter Center and submit their completion certificate to Gwendy. Returning members must complete 4 hours, and new members 6 hours, by June 30, 2026. They should set up their accounts using the provided link and begin early to allow time for support if needed.

Board members should complete your training through the TN Charter Center again this year. Once you set up your account, you will see a list of courses that you will click to watch and complete. You will be able to download a certificate once you complete the training that should be submitted to Gwendy (gwilliams1@kippmemphis.org).
Returning Board Members - complete 4 hours of training by 6/30/2026. Please set up your account using the link below: https://tcscmembershipportal.thinkific.com/order?ct=8c60c6f6-deee-4402-a905-6ac3b7f618b3
New Board Members - complete 6 hours of training by 6/30/2026. Please se tup your account using the link below: https://tcscmembershipportal.thinkific.com/order?ct=8c60c6f6-deee-4402-a905-6ac3b7f618b3

III. Governance Committee Actions

A. Contract Review Policy Update

It is recommended that the KIPP Memphis Governance Committee approve the updated Contract Review Policy effective July 1, 2026.

Current Language: The current language around contracts is that Chiefs must present contracts (<$100,000 to the Executive team and obtain approval from the Chief Financial Officer prior to signing contracts and the CEO must sign all contracts >= $100,000.

Proposed Language: New Proposed - KIPP Memphis Contract Review Policy https://docs.google.com/document/d/1-wxf7hgnxAhR4kPGjEB0Ul0Ra80zhX2q/edit

Board Chair Johnson recommended revising the policy language to note the CFOs role in approvals.

J. Worles made a motion to approve the updated Contract Review Policy effective July 1, 2026.
L. Johnson III seconded the motion.
The committee **VOTED** to approve the motion.

B. Paid Time Off Buyback Policy

It is recommended that the KIPP Memphis Governance Committee approve the Paid Time Off (PTO) Buyback Policy.

- Eligible 10-month employees **may** sell back up to 10 unused PTO days; eligible 11 and 12-month employees **may** sell back up to 5 unused PTO days
- PTO buyback is calculated in 8-hour (full-day) increments only
- Partial-day buybacks are not permitted
- Employees will have to opt-in at the beginning of the year or within 30 days of their hire date.

If teachers do not use their allotted days by the end of the year, they may be eligible for payment for unused days or have them credited toward their retirement, depending on the policy.
J. Worles made a motion to approve the Paid Time Off (PTO) Buyback Policy.
L. Johnson III seconded the motion.
The committee **VOTED** to approve the motion.

C. Travel Policy Update

It is recommended that the KIPP Memphis Governance Committee approve the updated Travel Policy language effective July 1, 2026.

Current Language:
Meals
The actual cost of meals, including taxes and tips, while traveling for the Charter School is reimbursable up to the following amounts: breakfast $10, lunch $20, and dinner $30 ($60 per day). No receipts are expected to be maintained for meals; however, meals should be labeled (breakfast, lunch, dinner). As noted above, tips are included in reimbursable amounts. Meal reimbursements must be submitted through Concur. . .

Hotels
Hotel room reservations should not exceed $250 per night. Any hotel room reservation exceeding $250 requires supervisor approval. When traveling, use of mid-level hotel chains such as Holiday Inn Express or Hampton Inn, are recommended. Please research the lowest room rate available on comparison travel websites.

Proposed Language:
Meals:
The actual cost of meals, including taxes and tips, while traveling for the Charter School is reimbursable up to the following amounts: **breakfast $15, lunch $25, and dinner $35 ($75 per day)**

Hotels: Employees are required to select hotel accommodations that provide the best overall value, balancing cost, location, and essential amenities. Cost efficiency must be the primary consideration when making reservations.

J. Worles made a motion to approve the updated Travel Policy language effective July 1, 2026.
L. Johnson III seconded the motion.
The committee **VOTED** to approve the motion.

IV. Closing Items

A.

Adjourn Meeting

There being no further business to be transacted, and upon motion duly made, seconded and approved, the meeting was adjourned at 5:37 PM.

Respectfully Submitted,
J. Ward-Gill

View the KIPP Memphis Board of Director's full meeting schedule here:
https://app2.boardontrack.com/public/mJyCcK/home